

2. General American received a copy of the original Complaint through service of the Summons and Complaint on April 16, 2009. The Summons served with the original Complaint is attached hereto as **Exhibit B** and incorporated herein by reference.

3. This Court has original jurisdiction over this civil action under 28 U.S.C. § 1332, and this action is one that may be removed to this Court by Defendant pursuant to 28 U.S.C. §§ 1441 and 1446 in that it is an action between citizens of different states wherein the amount in controversy exceeds the sum of \$75,000.00, exclusive of interest and costs.

4. Plaintiff, Lisa B. Roberts, is a citizen of the State of Tennessee, residing in Shelby County, Tennessee. Plaintiff, James A. Breazeale, is a citizen of Tennessee, residing in Shelby County, Tennessee. General American is a Missouri corporation with its principal place of business in St. Louis, Missouri.

5. Pursuant to 28 U.S.C. § 1332(a), diversity of citizenship exists between Plaintiffs and Defendant.

6. In the Complaint, Plaintiffs request, *inter alia*, a declaratory judgment regarding the ownership of a life insurance policy providing \$3,500,000.00 in coverage, as well as damages exceeding \$130,000.00. As such, the amount in controversy is in excess of \$75,000.00, exclusive of interest and costs.

7. This Court has original jurisdiction over this action pursuant to 28 U.S.C. § 1332(a) because the amount in controversy exceeds \$75,000 and because this case is between citizens of different states.

8. Venue is proper in this Court pursuant to 28 U.S.C. § 1441(a), as this Court is within the district and division where the civil action is pending.

9. Pursuant to 28 U.S.C. § 1446(b), Defendant has filed this Notice of Removal prior to the expiration of thirty (30) days following its receipt of a copy of the Summons and Complaint by Defendant on April 16, 2009, setting forth the claims for relief on which this action is based. Accordingly, the time period to remove this action has not yet run.

10. Pursuant to 28 U.S.C. § 1446(a), the attached Exhibits constitute all process, pleadings, and orders served upon Defendant to date. The civil action in the Chancery Court is still pending, and Defendant has, to date, not made an appearance in that action. No further action has occurred in the Chancery Court since the filing and service of the Summons and original Complaint.

11. Pursuant to 28 U.S.C. § 1446(d), Defendant will file a Notice to Clerk of Filing for Removal with the Clerk of the Chancery Court of Shelby County, Tennessee for the Thirtieth Judicial District at Memphis. A copy of the Notice to Clerk of Filing for Removal is attached hereto as **Exhibit C**.

12. In addition, pursuant to 28 U.S.C. § 1446(d), the notice described in paragraph 11 is being served upon counsel for Plaintiffs.

WHEREBY, Defendant removes the civil action now pending in the Chancery Court of Shelby County, Tennessee for the Thirtieth Judicial District at Memphis to the United States District Court for the Western District of Tennessee.

Respectfully Submitted,

By: /s/ Clarence A. Wilbon

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Attorneys for Defendant,

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CERTIFICATE OF SERVICE

The undersigned certifies that a true and exact copy of the foregoing document has been forwarded, via regular U.S. mail, postage pre-paid, to the following on May 15, 2009:

Taylor A. Cates, Esq.
Leah Lloyd Hillis, Esq.
BURCH, PORTER & JOHNSON, PLLC
130 North Court Avenue
Memphis, Tennessee 38103

/s/ Clarence A. Wilbon

Clarence A. Wilbon